

**NORFOLK
SOUTHERN**

Norfolk Southern Corporation
Law Department
Three Commercial Place
Norfolk, Virginia 23510-2191

RECORDATION NO. 10642-CC
FILED 1425

JUL 19 1993 10:55 AM

J. Gary Lane
Senior General Attorney

Writer's Direct Dial Number INTERSTATE COMMERCE COMMISSION

July 15, 1993

Mr. Sidney Strickland
Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, D. C. 20423

Dear Mr. Strickland:

In accordance with 49 U.S.C. § 11303 and the Commission's Rules, I submit herewith for recording with the Commission four (4) counterparts, properly executed and acknowledged, of the document described below.

This document is a Statement of New Numbers, a secondary document, dated as of July 15, 1993. The primary document to which this is connected is recorded under Recordation No. 10642.

The names and addresses of the parties to the document to which this secondary document is connected are as follows:

VENDOR/ASSIGNEE: United States Trust Company of New York
114 W. 47th Street
New York, New York 10036

VENDEE: Norfolk Southern Railway Company
(formerly Southern Railway Company)
Three Commercial Place
Norfolk, Virginia 23510

The equipment covered by the document is generally described as follows:

<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Railroad's Road Numbers (old numbers)</u>
17	100-ton Covered Hopper Cars and Box Cars	LO XM	SOU 85108, 85217 85119, 85272 85128, 85096 85053, 85250 85139, 85177 85116, 85078 85312, 85223 565315, 565311 565314

A fee of \$16.00 is enclosed. Please return three of the

original counterparts of the document, stamped with the Commission's recordation data, to J. Gary Lane, Norfolk Southern Corporation, Three Commercial Place, Norfolk, Virginia 23510.

A short summary of the document to appear in the index follows:

Statement of New Numbers dated as of July 15, 1993, with respect to Conditional Sale Agreement with Recordation No. 10642, dated June 15, 1979, covering seventeen covered hopper cars and box cars, formerly numbered SOU 85108, 85217, 85119, 85272, 85128, 85096, 85053, 85250, 85139, 85177, 85116, 85078, 85312, 85223, 565315, 565311 and 565314, changed to NS 245206-245219, 463442, 463445 and 463449, respectively.

Very truly yours,



J. Gary Lane

jgl
encl.

JUL 19 1993 10-55-AM 6/15/79

STATEMENT OF NEW NUMBERS
INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS ASSIGNED TO SEVENTEEN (17) COVERED HOPPER CARS AND BOXCARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 85108, 85217, 85119, 85272, 85128, 85096, 85053, 85250, 85139, 85177, 85116, 85078, 85312 AND 85223, AND 565315, 565311 AND 565314, SUBJECT TO A CONDITIONAL SALE AGREEMENT DATED AS OF JUNE 15, 1979, AMONG NORFOLK SOUTHERN RAILWAY COMPANY (FORMERLY NAMED SOUTHERN RAILWAY COMPANY) AND PULLMAN INCORPORATED (PULLMAN STANDARD DIVISION) AND ORTNER FREIGHT CAR COMPANY, AND AN AGREEMENT AND ASSIGNMENT DATED AS OF JUNE 15, 1979, AMONG PULLMAN INCORPORATED (PULLMAN STANDARD DIVISION), ORTNER FREIGHT CAR COMPANY, AND UNITED STATES TRUST COMPANY OF NEW YORK, AS AGENT

<u>Old Road Number</u> <u>Assigned</u>	<u>New Road Number</u> <u>Assigned</u>
SOU 85108	NS 245206
SOU 85217	NS 245207
SOU 85119	NS 245208
SOU 85272	NS 245209
SOU 85128	NS 245210
SOU 85096	NS 245211
SOU 85053	NS 245212
SOU 85250	NS 245213
SOU 85139	NS 245214
SOU 85177	NS 245215
SOU 85116	NS 245216
SOU 85078	NS 245217
SOU 85312	NS 245218
SOU 85223	NS 245219
SOU 565315	NS 463442
SOU 565311	NS 463445
SOU 565314	NS 463449

IN WITNESS WHEREOF, Norfolk Southern Railway Company has caused this instrument to be executed in its corporate name by its duly authorized officer, and its corporate seal to be hereunto affixed, duly attested, as of the 15th day of July, 1993.

NORFOLK SOUTHERN RAILWAY COMPANY

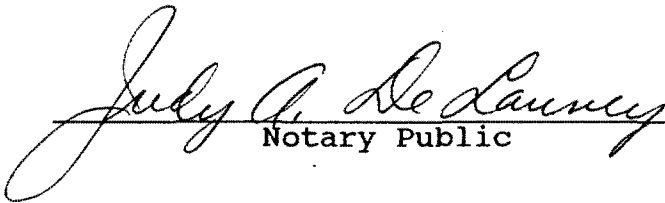
By: William R. [Signature]
Vice President

ATTEST:

L. Ogea M. Martin
Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA)
CITY OF NORFOLK) ss:

On this 15th day of July, 1993, before me personally appeared William L. Romig, to me personally known, who being by me duly sworn, says that he is a Vice President of Norfolk Southern Railway Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument by him on this date was the free act and deed of said corporation.


Notary Public

My Commission expires: September 30, 1997